

**EXHIBIT A**

**Affidavit of Disinterestedness**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR  
PROTECTION CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

**AFFIDAVIT OF MATTHEW B. LUNN IN SUPPORT OF TRUSTEE'S MOTION  
FOR AN ORDER APPROVING THE RETENTION OF YOUNG CONAWAY  
STARGATT & TAYLOR, LLP AS SPECIAL COUNSEL TO THE TRUSTEE  
NUNC PRO TUNC AS OF NOVEMBER 29, 2010**

STATE OF NEW YORK     )  
                                      ) ss:  
COUNTY OF NEW YORK)

MATTHEW B. LUNN, being duly sworn, deposes and says:

1. I am a partner at the law firm of Young Conaway Stargatt & Taylor, LLP ("Young Conaway") whose New York offices are located at 1270 Avenue of the Americas, Suite 2210, New York, New York 10020 and all of whose partners and associates who will be assigned to this case are duly admitted to practice in this court or appropriate applications for admission *pro hac vice* will be filed.

2. Neither I, Young Conaway, nor any partner or associate thereof, insofar as I have been able to ascertain, have any connection with Bernard L. Madoff Investment Securities LLP or Bernard L. Madoff (collectively, the "Debtors").

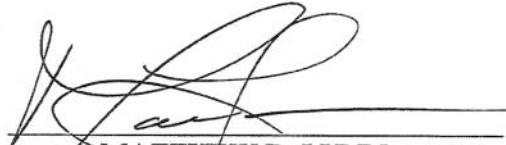
3. Young Conaway will seek compensation pursuant to that certain Order Pursuant to Section 78eee(b)(5) of SIPA, Sections 105, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1 Establishing Procedures Governing Interim Monthly Compensation of Trustee and Baker Hostetler LLP dated February 25, 2009, and shall, in accordance with the terms of such Order, file interim and final fee applications with this Court pursuant to the terms of section 78fff(b)(5)(A) and (D) and section 330 and 331 of the Bankruptcy Code.

4. No agreement exists between Young Conaway and any third person for the sharing of compensation received by Young Conaway in this case, except as allowed by section 504(b) of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure in respect to sharing of compensation among members of Young Conaway.

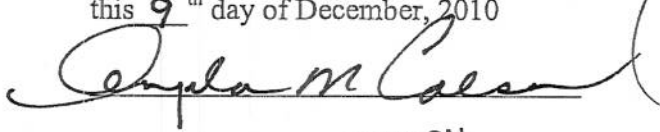
5. To the best of my knowledge, insofar as I have been able to ascertain, neither I nor Young Conaway holds or represents any interests adverse to the Trustee, the Debtors or the estates, in connection with the matters upon which it is to be engaged.

6. Young Conaway is disinterested as that term is defined in Section 78eee(b)(6)(A) of the Securities Investor Protection Act.

7. Young Conaway will conduct ongoing checks for conflicts and when additional creditors and parties-in-interest are known, and if any new, relevant facts or relationships are discovered or arise, Young Conaway shall file and serve a supplemental affidavit promptly.

  
MATTHEW B. LUNN

Subscribed and Sworn to before me  
this 9<sup>th</sup> day of December, 2010



ANGELA M. COLSON  
NOTARY PUBLIC  
STATE OF DELAWARE  
My commission expires Aug. 31, 2011